

EXHIBIT B: ORDER APPROVING DISCLOSURE STATEMENT

EXHIBIT C: FINANCIAL PROJECTIONS

**OTTER TAIL AG ENTERPRISES, LLC
The Reorganized Company
55 Million Gallon Plant**

**CONSOLIDATED
FORECASTED FINANCIAL STATEMENTS**

Reorganization and Years Ending One through Ten

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OTTERTAL AG ENTERPRISES, LLC
THE REORGANIZED COMPANY
FORECASTED CONSOLIDATED BALANCE SHEETS
April 30, 2010, At Consumption and Years One through Ten

	Preliminary (Unaudited) April 30, 2010	At Consumption Month One	Plan of Reorganization Effective									
			Year One	Year Two	Year Three	Year Four	Year Five	Year Six	Year Seven	Year Eight	Year Nine	Year Ten
			12/31/2009									
ASSETS												
Cash	\$ 8,539,397	\$ 9,555,584	\$ 8,597,524	\$ 7,948,001	\$ 7,252,669	\$ 8,051,009	\$ 8,432,112	\$ 7,020,358	\$ 3,853,319	\$ 543,337	\$ (2,821,447)	\$ (7,450,337)
Accounts receivable	2,688,001	2,570,249	2,570,249	2,390,992	2,860,109	2,867,765	2,916,334	2,994,905	3,024,540	3,109,015	3,137,779	3,460,503
Restricted cash	789,388	984,847	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000
Debt service reserve	1,183,829	1,160,173	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000
Prepads	676,736	921,953	1,550,801	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000
Inventories	4,824,917	3,235,241	3,235,241	3,859,960	4,058,021	4,092,047	4,125,848	4,225,668	4,280,749	4,385,755	4,399,622	4,436,388
TOTAL CURRENT ASSETS	18,902,268	18,443,047	17,937,815	16,421,953	16,296,769	17,155,822	17,599,295	18,365,831	13,263,608	10,143,107	6,840,953	2,571,554
PROPERTY AND EQUIPMENT, net of depreciation	89,635,453	87,509,921	52,512,396	49,301,528	47,710,421	44,870,692	42,228,743	40,023,661	37,972,005	36,063,965	34,269,487	32,639,223
OTHER ASSETS												
Contract Equity	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459
Financing Costs, net of amortization	-	250,000	225,000	200,000	175,000	150,000	125,000	100,000	75,000	50,000	25,000	0
	150,459	400,459	375,459	350,459	325,459	300,459	275,459	250,459	225,459	200,459	175,459	150,459
TOTAL ASSETS	\$ 108,537,721	\$ 106,103,427	\$ 70,250,670	\$ 66,098,941	\$ 64,357,680	\$ 62,351,973	\$ 60,129,498	\$ 56,665,052	\$ 51,486,072	\$ 46,432,531	\$ 41,330,900	\$ 35,386,236
LIABILITIES AND MEMBERS' EQUITY												
CURRENT LIABILITIES												
Accounts payable and accrued expenses	\$ 765,699	\$ 86,938	\$ 595,659	\$ 419,478	\$ 452,382	\$ 462,928	\$ 448,492	\$ 475,836	\$ 477,952	\$ 487,439	\$ 489,422	\$ 491,737
Revolving line of credit loan	5,346,342	5,346,342	4,000,000	-	-	-	-	-	-	-	-	-
Accrued interest	2,727,441	3,592,512	519,520	267,693	257,025	240,210	225,112	207,072	173,450	133,440	90,446	41,625
Accrued default interest	-	-	-	519,528	519,528	519,528	53,216	53,216	53,216	53,216	53,216	-
Current maturities of long-term debt	-	80,095,481	1,958,838	2,474,198	2,639,532	2,779,247	4,639,509	6,398,309	6,872,073	7,381,230	10,824,946	4,098,324
TOTAL CURRENT LIABILITIES	8,639,522	89,121,313	7,074,026	3,680,897	3,869,047	4,001,912	5,366,328	7,134,433	7,576,691	8,055,325	11,458,030	4,684,902
LONG-TERM DEBT												
Term debt	34,806,137	34,806,137	31,856,137	29,927,210	27,487,250	24,883,882	22,106,161	19,142,412	15,980,175	12,606,156	9,006,174	5,165,094
New market tax credit loan	19,175,000	19,175,000	19,175,000	19,175,000	19,175,000	19,175,000	19,175,000	17,499,241	14,263,169	10,765,114	6,983,866	0
Bond financing	26,010,000	26,010,000	-	-	-	-	-	-	-	-	-	-
Capital leases	114,985	104,344	104,344	71,928	37,690	1,526	-	-	-	-	-	-
Less current maturities of long-term debt	-	(80,095,481)	(1,958,838)	(2,474,198)	(2,639,532)	(2,779,247)	(4,639,509)	(6,398,309)	(6,872,073)	(7,381,230)	(10,824,946)	(4,098,324)
TOTAL LONG-TERM DEBT	80,106,122	-	46,976,643	46,699,940	44,050,408	41,281,161	36,641,653	30,243,344	23,371,270	15,990,040	5,165,094	1,066,770
MEMBERS' EQUITY												
Member equity	45,480,108	45,480,740	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000
Cost of raising capital	(235,631)	(235,631)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)
Retained earnings (deficit)	(25,652,199)	(26,262,798)	-	1,516,104	2,228,224	2,668,699	3,921,517	5,087,276	6,338,111	8,187,166	10,507,776	15,434,565
	19,592,076	16,982,113	14,200,000	15,718,104	16,428,224	17,068,899	18,121,517	19,287,276	20,538,111	22,387,168	24,707,775	29,634,565
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$ 108,537,722	\$ 106,103,426	\$ 70,250,669	\$ 66,098,941	\$ 64,357,680	\$ 62,351,973	\$ 60,129,498	\$ 56,665,052	\$ 51,486,072	\$ 46,432,531	\$ 41,330,900	\$ 35,386,236

See summary of assumptions.

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Note: Computer generated rounding
inconsistencies may exist in this statement.

OTTERTAAL AG ENTERPRISES, LLC
THE REORGANIZED COMPANY
FORECASTED CONSOLIDATED STATEMENTS OF OPERATIONS
Period Ended April 30, 2010 and Years Ending One through Ten

	Preliminary (Unaudited) April 30, 2010	At Consumption Month One Year One	Plan of Reorganization Effective										
			Year One	Year Two	Year Three	Year Four	Year Five	Year Six	Year Seven	Year Eight	Year Nine	Year Ten	
REVENUES													
Ethanol	\$ 25,020,043	\$ -	\$ 84,402,000	\$ 88,824,650	\$ 87,892,897	\$ 88,569,825	\$ 91,081,988	\$ 91,992,808	\$ 94,571,892	\$ 95,517,811	\$ 96,472,787	\$ 97,437,515	
Distillers dried grains	3,999,245	-	12,661,989	13,025,435	13,155,690	13,287,247	13,528,833	13,664,121	14,047,205	14,187,677	14,329,553	14,472,849	
Wet distillers grains	235,925	-	1,091,551	1,111,765	1,089,529	1,089,529	1,109,339	1,109,339	1,129,149	1,129,149	1,129,149	1,129,149	
Syng	30,695	-	-	-	-	-	-	-	-	-	-	-	
	29,285,908	-	98,155,540	100,961,850	101,938,116	102,946,601	105,720,160	106,768,268	109,748,245	110,834,436	111,931,489	113,039,512	
COST OF REVENUES													
Com	20,259,638	-	66,994,652	68,917,647	69,606,824	70,302,892	72,296,937	73,019,907	75,067,072	75,817,743	76,575,920	77,341,679	
Chemicals, enzymes and ingredients	1,176,362	-	4,590,000	4,875,000	4,875,000	4,875,000	4,780,000	4,760,000	4,845,000	4,845,000	4,845,000	4,845,000	
Denaturant	722,849	-	2,117,847	2,156,863	2,156,863	2,156,863	2,190,078	2,198,078	2,235,294	2,235,294	2,235,294	2,235,294	
Electricity	737,350	-	2,430,000	2,475,000	2,475,000	2,475,000	2,520,000	2,520,000	2,565,000	2,565,000	2,565,000	2,565,000	
Natural gas	3,339,615	-	7,270,461	9,249,561	9,942,143	10,238,222	10,410,372	10,962,484	11,158,242	11,158,242	11,158,242	11,158,242	
Direct production costs	669,026	-	2,367,529	2,355,038	2,425,889	2,488,460	2,576,790	2,654,094	2,737,299	2,819,416	2,904,001	2,991,121	
Indirect production costs	634,534	-	1,349,159	1,451,990	1,495,550	1,540,417	1,586,829	1,634,228	1,683,255	1,733,752	1,785,765	1,839,338	
Depreciation and amortization	2,138,136	-	3,735,884	3,616,107	3,364,720	3,165,948	2,981,082	2,826,858	2,683,040	2,549,478	2,425,284	2,309,746	
	29,677,510	-	90,855,316	94,897,207	96,141,799	97,052,802	99,327,889	100,573,447	102,674,203	103,723,927	104,494,487	105,285,420	
GROSS PROFIT	(391,602)	-	7,300,224	6,084,643	5,796,317	5,893,799	6,392,270	6,192,820	6,774,042	7,110,509	7,437,002	7,754,092	
GENERAL AND ADMINISTRATIVE EXPENSES	804,068	-	1,495,233	1,716,468	1,767,962	1,821,001	1,875,631	1,931,900	1,989,857	2,049,553	2,111,039	2,174,370	
INTEREST EXPENSE	1,503,100	-	3,274,818	3,184,641	2,960,584	2,784,748	2,573,708	2,176,195	1,702,426	1,193,274	614,847	215,084	
NET INCOME (LOSS) BEFORE OTHER INCOME	(2,698,790)	-	2,530,173	1,183,534	1,067,781	1,288,051	1,942,932	2,084,726	3,081,759	3,887,682	4,711,316	5,364,657	
OTHER INCOME (EXPENSE)													
Interest Income	88,193	-	-	-	-	-	-	-	-	-	-	-	
Debt forgiveness	-	18,083,980	-	-	-	466,312	-	-	-	-	3,500,000	53,216	
Adjustment to retained earnings	-	12,178,816	-	-	-	-	-	-	-	-	-	-	
	88,193	28,262,796	-	-	-	466,312	-	-	-	-	3,500,000	53,216,00	
NET INCOME (LOSS)	\$ (2,610,597)	\$	28,262,796	\$ 2,530,173	\$ 1,183,534	\$ 1,067,781	\$ 1,754,383	\$ 1,942,932	\$ 2,084,726	\$ 3,081,759	\$ 3,887,682	\$ 4,711,316	\$ 5,364,657
RETAINED EARNINGS - beginning	\$ (25,652,198)	\$	(28,262,796)	\$ -	\$ 1,518,104	\$ 2,228,224	\$ 2,868,899	\$ 3,921,517	\$ 5,087,276	\$ 6,338,111	\$ 8,187,166	\$ 10,507,776	\$ 15,434,565
DISTRIBUTIONS TO MEMBERS (ESTIMATED TAXES)	-	-	(1,012,069)	(473,414)	(427,116)	(701,745)	(777,173)	(833,890)	(1,232,704)	(1,547,073)	(3,284,526)	(2,167,149)	
NET INCOME (LOSS)	(2,610,597)	28,262,796	2,530,173	1,183,534	1,067,781	1,754,383	1,942,932	2,084,726	3,081,759	3,887,682	8,211,316	5,417,673	
RETAINED EARNINGS - ending	\$ (28,262,796)	\$ -	\$ 1,518,104	\$ 2,228,224	\$ 2,868,899	\$ 3,921,517	\$ 5,087,276	\$ 6,338,111	\$ 8,187,166	\$ 10,507,776	\$ 15,434,565	\$ 18,685,289	
EARNINGS BEFORE INTEREST, TAXES, DEPRECIATION AND AMORTIZATION (EBITDA)	\$ 1,030,639	\$	28,262,796	\$ 9,540,858	\$ 7,964,282	\$ 7,393,084	\$ 7,705,059	\$ 7,497,721	\$ 7,087,577	\$ 7,487,226	\$ 7,810,433	\$ 11,251,227	\$ 7,942,683
EBITDA PER GALLON				\$ 0.18	\$ 0.14	\$ 0.13	\$ 0.14	\$ 0.13	\$ 0.13	\$ 0.13	\$ 0.13	\$ 0.20	\$ 0.14
PRICE PER BUSHEL				\$ 3.48	\$ 3.51	\$ 3.55	\$ 3.59	\$ 3.62	\$ 3.66	\$ 3.69	\$ 3.73	\$ 3.77	\$ 3.81
PRICE PER GALLON				\$ 1.56	\$ 1.58	\$ 1.59	\$ 1.61	\$ 1.63	\$ 1.64	\$ 1.66	\$ 1.68	\$ 1.69	\$ 1.71

See summary of assumptions.

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Note: Computer generated rounding
Inconsistencies may exist in this statement.

OTTERTAIL AG ENTERPRISES, LLC
THE REORGANIZED COMPANY
FORECASTED STATEMENTS OF CONSOLIDATED CASH FLOWS
Period Ended April 30, 2010 and Years Ending One through Ten

	Preliminary (Unaudited) April 30, 2010	At Consummation Month One Year One	At Consummation Month One Year One									
			Year One	Year Two	Year Three	Year Four	Year Five	Year Six	Year Seven	Year Eight	Year Nine	Year Ten
OPERATING ACTIVITIES												
Net income (loss)	\$ (2,610,597)	\$ 28,262,796	\$ 2,530,173	\$ 1,183,534	\$ 1,067,791	\$ 1,754,363	\$ 1,942,932	\$ 2,084,726	\$ 3,081,759	\$ 3,867,682	\$ 8,211,316	\$ 5,417,873
Charges to net income (loss) not affecting cash												
Depreciation	2,138,136	-	3,710,868	3,591,107	3,339,729	3,140,948	2,856,082	2,801,656	2,658,040	2,524,478	2,400,264	2,284,746
Amortization	-	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
Debt forgiveness	-	(16,083,980)	-	-	-	(466,312)	-	-	-	-	-	-
Equity issued in exchange for reduction in note payable	-	2,250,000	-	-	-	-	-	-	-	-	-	-
Adjustment to reduce equity in the company	-	(45,480,740)	-	-	-	-	-	-	-	-	-	-
Adjustment to cost of raising capital	-	235,831	-	-	-	-	-	-	-	-	-	-
Adjustment to property and equipment	-	34,997,525	-	-	-	-	-	-	-	-	-	-
(Increase) decrease in current assets												
Accounts receivable	308,752	-	188,257	(469,118)	(27,856)	(28,569)	(78,571)	(29,635)	(84,475)	(28,763)	(322,725)	260,298
Restricted cash	(195,459)	9,847	-	-	-	-	-	-	-	-	-	-
Debt service reserve & other receivables	17,656	766,173	-	-	-	-	-	-	-	-	-	-
Inventories	1,589,676	-	(724,719)	(99,061)	(33,026)	(33,801)	(99,820)	(35,081)	(105,006)	(33,867)	(36,766)	(37,133)
Prepays	(245,217)	(628,848)	800,801	-	-	-	-	-	-	-	-	-
Increase (decrease) in current liabilities												
Accounts payable and accrued expenses	(678,761)	508,721	(176,181)	32,884	10,565	(14,436)	27,344	2,116	9,487	1,983	2,315	2,384
Accrued interest	865,071	(3,072,983)	(251,836)	(10,069)	(17,415)	(15,098)	(18,040)	(33,622)	(40,010)	(42,994)	(48,821)	(33,941)
NET CASH PROVIDED BY OPERATING ACTIVITIES	1,189,258	1,784,342	6,102,363	4,254,279	4,364,989	4,362,095	4,754,927	4,815,160	5,544,795	6,313,519	10,230,583	7,919,226
INVESTING ACTIVITIES												
Purchases of property and equipment	(12,604)	-	(500,000)	(2,000,000)	(500,000)	(500,000)	(750,000)	(750,000)	(750,000)	(750,000)	(750,000)	(1,000,000)
Contract Equity	(150,459)	-	-	-	-	-	-	-	-	-	-	-
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	(163,063)	(500,000)	(2,000,000)	(500,000)	(500,000)	(750,000)	(750,000)	(750,000)	(750,000)	(750,000)	(750,000)	(1,000,000)
FINANCING ACTIVITIES												
Member contributions (distributions estimated for taxes)	632	12,000,000	(1,012,069)	(473,414)	(427,116)	(701,745)	(777,173)	(833,890)	(1,232,704)	(1,547,073)	(3,284,526)	(2,167,149)
Cost of raising capital	-	(50,000)	-	-	-	-	-	-	-	-	-	-
Other contributions	-	-	-	-	-	-	-	-	-	-	-	-
Net borrowings (payments) on short-term note agreements	-	(1,346,382)	(3,480,472)	-	-	-	-	-	-	-	-	(53,216)
Purchase of financing costs	-	(250,000)	-	-	-	-	-	-	-	-	-	-
Principal payments on long-term debt	(10,641)	(13,076,019)	(1,761,343)	(2,474,188)	(2,639,532)	(2,779,247)	(4,639,509)	(6,398,309)	(6,872,073)	(7,381,230)	(10,824,946)	(4,098,324)
NET CASH USED IN FINANCING ACTIVITIES	(10,009)	(2,722,401)	(6,253,884)	(2,947,611)	(3,066,648)	(3,480,992)	(5,416,681)	(7,232,199)	(8,104,777)	(8,928,303)	(14,109,472)	(6,318,690)
NET INCREASE IN CASH	1,016,186	(958,059)	(651,521)	(693,333)	798,341	381,103	(1,411,755)	(3,167,039)	(3,309,982)	(3,364,784)	(4,628,890)	600,537
CASH - beginning of period	8,539,397	9,555,583	8,597,524	7,946,001	7,252,669	8,051,009	8,432,112	7,020,358	3,853,319	543,337	(2,821,447)	(7,450,337)
CASH - end of period	\$ 9,555,583	\$ 8,597,524	\$ 7,946,003	\$ 7,252,669	\$ 8,051,009	\$ 8,432,112	\$ 7,020,358	\$ 3,853,319	\$ 543,337	\$ (2,821,447)	\$ (7,450,337)	\$ (6,849,800)
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION												
Cash paid for interest	\$ 638,029	\$ -	\$ 3,007,124	\$ 3,174,710	\$ 2,977,978	\$ 2,799,846	\$ 2,591,748	\$ 2,209,817	\$ 1,742,436	\$ 1,236,268	\$ 663,469	\$ 249,005

See summary of assumptions.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

The forecasted financial statements set forth below ("Forecast") should be read in conjunction with the assumptions, qualifications, limitations, and explanations set forth herein, the selected historical financial information and the other information set forth in the disclosure statements.

The Debtor does not, as a matter of course, make public internal or external forecast of their anticipated financial position or results of operations. Accordingly, the Debtor (including the reorganized company) does not anticipate that they will, and disclaim any obligation to, furnish updated forecasts to holders of Claims or Interests prior to the Consummation Date or to members or debt holders after the Consummation Date, or to include such information in documents required to be filed with the Securities and Exchange Commissions, or otherwise make such information public.

The projections reflect numerous assumptions, including various assumptions with respect to the anticipated future performance of The Reorganized Company, industry performance, general business and economic conditions and other matters, most of which are beyond the control of The Reorganized Company. In addition, unanticipated events and circumstances may affect the actual financial results of The Reorganized Company.

THEREFORE, WHILE THE PROJECTIONS ARE NECESSARILY PRESENTED WITH NUMERICAL SPECIFICITY, THE ACTUAL RESULTS ACHIEVED THROUGHOUT THE TEN YEARS END WILL VARY FROM THE FORECASTED RESULTS. THESE VARIATIONS MAY BE MATERIAL. ACCORDINGLY, NO REPRESENTATION CAN BE MADE OR IS MADE WITH RESPECT TO THE ACCURACY OF THE FORECAST OF THE ABILITY OF THE REORGANIZED COMPANY TO ACHIEVE THE PROJECTED RESULTS. IN ADDITION, IN EVALUATING THE PROJECTIONS, CREDITORS SHOULD BE AWARE THAT OVER THE PAST FOUR YEARS, MANAGEMENT OF THE DEBTOR HAVE PREPARED VARIOUS SHORT AND LONG TERM PROJECTIONS, BUT THE ACTUAL REVENUE AND PROFIT RESULTS HAVE CONSISTANTLY BEEN DIFFERENT THAN PROJECTED. MOREOVER, THE ATTACHED FORECASTS INCLUDE GROWTH AND CERTAIN OTHER ASSUMPTIONS THAT HAVE NOT BEEN ATTAINED IN THE PAST OPERATING PERIODS. See "Risk" factors for a discussion of certain factors that may affect the future financial performance of The Reorganized Company and of the various risks associated with the securities of The Reorganized Company to be issued pursuant to the plan.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

The forecast have been prepared by the Debtor's management, and while it believes that the assumptions underlying the forecast for the forecasted period of years one through ten, when considered on an overall basis, are reasonable in light of current circumstances, no assurance can be given or is given that the forecast will be realized. The forecast was not prepared in accordance with standards for forecasts promulgated by the American Institute of Certified Public Accountants or with a view to compliance with published guidelines of the Securities and Exchange Commission regarding projections or forecasts. See "Applicability of Federal and Other Securities Laws." The forecast has not been audited or compiled by the Debtor's independent auditors.

Holders of Claims and Interests must make their own determination as to the reasonableness of such assumptions and the reliability of the forecast in reaching their determinations of whether to accept or reject the plan.

**NOTE A: NATURE OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING
POLICIES AND ASSUMPTIONS**

PRINCIPAL ASSUMPTIONS – Otter Tail Ag Enterprises, LLC is a Minnesota Limited Liability Company that was created for the purpose of constructing an ethanol plant near Fergus Falls, Minnesota, that has a production capacity of approximately 55,000,000 gallons of ethanol annually. The company has filed for protection under Chapter 11 Bankruptcy relief. The financial forecast assumes the Consummation Date is the first day of Year One. The company has also assumed that it will raise \$12,000,000 in equity from investors to reorganize the company. These forecasted financial statements have been prepared assuming the reorganization has occurred and the period presented represents the first ten years of operations after the release from obligations and reorganization has occurred. The company is paying \$6,500,000 to the revenue bond holders and exchanging the county bond obligation for \$2,250,000 of equity units in the company.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

**NOTE A: NATURE OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING
POLICIES AND ASSUMPTIONS (CONTINUED)**

RISKS & UNCERTAINTIES – Management has made certain assumptions that have a significant impact on the forecasted net income. The critical assumptions would include but are not limited to the following: Ethanol gallons produced annually, ethanol sales price, distillers dried grains and soluble production and sales price, percentage of distillers grains and soluble sold as wet cake, amount of feedstock consumed for production and feedstock cost, energy consumption and prices, and plant performance. Each one of these assumptions will have a significant impact on the forecasted net income. The forecast was developed using historical economic averages for years one through ten. See each parameter listed below for specific information on the assumptions used.

USE OF ESTIMATES - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results will differ from those estimates.

METHOD OF ACCOUNTING – The company utilized the accrual basis method of accounting for the forecast which management intends to use for historical financial statements. This method recognizes revenues as earned and expenses as incurred.

PROPERTY AND EQUIPMENT - Property and equipment is stated at cost. Depreciation is computed using the straight-line method over the following estimated useful lives:

Building and Improvements	20 years
Equipment	12 years

INCOME TAXES – The company is organized as a limited liability company under state law. Under this organization, the company's earnings pass through to the members and are taxed at the member level. Accordingly, no income tax provisions have been calculated.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

**NOTE A: NATURE OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING
POLICIES AND ASSUMPTIONS (CONTINUED)**

OTHER ASSETS – Financing costs of \$250,000 are subject to amortization using the straight-line method over ten years.

OTHER ASSUMPTIONS – Year one is assumed to be the twelve months following the reorganization under Chapter 11 bankruptcy relief. The forecast assumes the company has successfully raised \$12,000,000 of equity funds. The forecast has been prepared assuming the company's bond obligations of \$26,010,000 have been eliminated as part of the bankruptcy proceedings. The forecast has assumed several payments have been made prior to the opening balance sheet date including a \$3,150,000 payment on the Term debt, \$1,346,382 payment on the revolving line of credit, payments of unpaid interest on the term loan of \$946,478, unpaid interest on the new market financing of \$495,073, payments of \$6,500,000 on revenue bonds, and \$120,127 payments to unsecured creditors. The forecast has assumed the obligation of the county bonds will be exchanged for \$2,250,000 in equity in the company. The forecast presents the first ten years of operations following the reorganization. The opening balance sheet represents the company's actual balances as of April 30, 2010 plus the adjustments listed above and summarized in the supplemental schedules.

NOTE B: FORECASTED BALANCE SHEET ASSUMPTIONS

CASH – Cash was computed as the residual asset balance of all balance sheet accounts after applying all assumptions.

ACCOUNTS RECEIVABLE – Accounts receivable collections are forecasted to be 10 days on ethanol sales and distillers grains and soluble sales.

RESTRICTED CASH – Restricted cash is forecasted to maintain a balance of \$975,000 during the forecast period. Restricted cash represents the balance of a certificate of deposit held for natural gas service.

DEBT SERVICE RESERVE – The forecast has assumed the company will set up a debt service reserve in the amount of \$400,000 for its new market tax credit loan. The forecast assumes the reserve will be held for the entire forecast period.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

NOTE B: FORECASTED BALANCE SHEET ASSUMPTIONS (CONTINUED)

PREPAIDS – The forecast has assumed the company will be required to prepay expenses to enable the company to continue operations. The forecast has included the estimated expenses prepaid expenses including chemicals and ingredients, electrical usage, and other supplies in prepaid expenses.

INVENTORIES – Inventories consist of 7 days of ethanol production, corn usage, and distillers grains and soluble production, 15 days of chemicals and ingredients usage, and \$400,000 in spare parts. Inventory values are stated at the lower of cost or market.

PROPERTY AND EQUIPMENT – Property and equipment is stated at cost. The company is forecasted to spend a certain amount of capital to increase the productivity as well as improve the efficiency of the plant commencing in year one of operations. The major operational issue within the plant is the amount of fouling that occurs from the process creating numerous shut down days for cleaning, this combined with the higher energy consumption levels of a Delta-T plant give challenge during hard economic times. A series of enhancement can be made that will accumulate in a combination of less down time as well as reduced energy consumption.

The first of such projects will be to add the fifth centrifuge which will alleviate pressure by reducing flow rates to the others enabling better separation, producing a cleaner thin stillage and clear product going to the evaporators reducing overall fouling of the plant. A more major project will be conversion of the distillation from a pressurized system to that of a vacuum, this will be expensive and involve the purchase of additional condensers, vaporizer, tank and piping but will improve productivity considerably. Additional expenditure over the course of the following three years will be spent on improvements to agitators, wet cake conveying systems, a condensate separation system and additional fermentation capacity. These improvements have been forecasted as the following amounts of capital expenditures in years one through five.

Year One	\$ 500,000
Year Two	\$ 2,000,000
Year Three	\$ 500,000
Year Four	\$ 500,000
Year Five	\$ 750,000

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

NOTE B: FORECASTED BALANCE SHEET ASSUMPTIONS (CONTINUED)

OTHER ASSETS – Other assets are recorded at cost and include all financing costs.

ACCOUNTS PAYABLE AND ACCRUED EXPENSES – These items consist of 7 days of operating costs and general and administrative expenses.

REVOLVING LINE OF CREDIT LOAN – The company has a revolving line of credit loan with the same lending institution as the term loan available in the amount of up to \$4,000,000. The company is required to pay interest on the principal advances monthly at the rate of 6.5% until June 2013 when the loan becomes due. The purpose of the loan is for general and operating expenses. The forecast has assumed the company will pay off any existing liability prior to the start of the forecast period and will not draw upon the line of credit during the forecast period.

The Term loan as well as the Revolving line of credit loan are subject to a master loan agreement with various financial and non-financial covenants that limit distributions, require minimum debt service coverage, net worth and working capital requirements, and are secured by all business assets.

ACCRUED INTEREST – Accrued interest represents the default interest on the term loan and new market financing plus one full month of unpaid interest.

ACCRUED DEFAULT INTEREST - The forecast has assumed that the company will maintain a liability of \$519,528 of accrued default interest for a period of time. The forecast has assumed \$466,312 will be forgiven in three years and \$53,216 will be forgiven after ten years.

RETAINED EARNINGS – Retained earnings represent the accumulated earnings and losses for the respective periods. The forecast assumes 40% of the accumulated earnings will be distributed to the members on an annual basis. The 40% distributions are intended to cover members' tax obligation.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

NOTE B: FORECASTED BALANCE SHEET ASSUMPTIONS (CONTINUED)

TERM DEBT – The company has term financing in the amount of \$34,806,137 as of April 30, 2010. A Term loan of \$35,000,000 will be available to the company, there was an initial principal payment of \$3,150,000 made prior to the emergence from bankruptcy. Following emergence there will be a three month grace period with monthly principal payments commencing on the first day of the fourth month. The company is required to make interest payments only on the 1st day of each month for the first three months, the interest rate will be fixed at 6.5% until June 2013 when the loan is up for renewal. The forecast has assumed the company will make a principal payment of \$3,150,000 prior to the forecast period. The forecast has assumed the term financing will be amortized over 120 months. The forecast has projected monthly payments of principal and interest of approximately \$397,000. The forecast has assumed the term financing will be charged interest at a rate of 6.5% for the entire forecast period.

NEW MARKET TAX CREDIT LOAN – In March 2007, the Company entered into the agreement with MMCDC New Markets Fund II, LLC (“NMF”) for the amount of \$19,175,000. The NMF loan is divided into two portions: a term loan of \$14,480,500 (the “Term Loan”) and subordinated note for \$4,694,500 (the “Subordinated Note”). The Term Loan contains a provision in which the Company must make interest only payments on the 6th day of the first month following the initial advancement, August 2007, until the 85th month. On the sixth day of the 85th month and continuing for an additional 48 months, the Company shall pay the amortized unpaid principal together with the accrued interest. The interest rate shall be calculated using the Wall Street Journal daily money rate (base rate) plus 1.5%.

The Subordinated Note for \$4,694,500 carries a fixed interest rate of 2.514%. On the first day of each month following the initial advance, August 2007, interest only payments will be made until September 2014 when a principal payment of \$400,000 is required. Subsequent to the principal payment, the debtor will continue to make interest only payments. Upon completion of the term there will be approximately \$3,500,000 of debt forgiveness toward the balance of the subordinated loan.

MEMBERS' EQUITY – It is forecasted that the company will receive \$12,000,000 of members' equity after the reorganization of the company. The company has also assumed it will issued \$2,250,000 equity in exchange for the liability on the county bonds.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

NOTE C: FORECASTED STATEMENTS OF OPERATIONS ASSUMPTIONS

REVENUES – Forecasted revenue for the company consists of the sale of ethanol, distillers dried grain and soluble, and wet distillers grains and soluble. The distillers grains and solubles are by-product of the ethanol production.

The production days per year are calculated using 365 days less 12 days (1 day per month) for routine maintenance in years one through ten or 353 days per year.

ETHANOL – The forecast assumes the anhydrous alcohol production rate to be approximately 150,000 gallons per day in year one. The forecasted annual production of denatured ethanol is approximately 54 million gallons for year one, which assumes a yield of 2.8 gallons of denatured alcohol per bushel of corn. The forecast has projected the production to increase to 55 million gallons in year two and remain at that level until year five when production increases to 56 million gallons annually. The forecast increases to 57 million gallons annually in year seven.

The forecast assumes management will hire a national marketing firm as the ethanol marketer for all of the ethanol gallons produced. Management has assumed that ethanol will have a netback price to the plant after marketing fees of \$1.56 per gallon in year one which is based on management's estimated one year average price of ethanol received at the plant for the calendar year 2009. The forecast has assumed approximately 1% increase in ethanol netback for years two through five and remains constant for the rest of the forecast period. The forecast has included freight expense of \$0.12 per gallon and a per gallon commission of \$0.0179 which are netted against the ethanol revenues.

DISTILLERS DRIED GRAIN AND SOLUBLE (DDGS) – Distiller's dried grains and soluble (DDGS) is a co-product of ethanol production. Management has assumed, based on industry standards, that 15 pounds of DDGS per bushel of corn will be produced, resulting in an annual production of approximately 130,000 tons in year one. Management has assumed a correlation between the price of corn and the price of distillers grains. The forecast has assumed the price of distiller grains to be approximately 80% of the price of corn on a dry matter basis. The gross sales price per ton of DDGS is forecasted at approximately \$99 for year one. The forecast includes an annual increase of 1% in years two through ten. Management has assumed a marketing firm will be hired as the DDGS marketer with an estimated marketing fee of 2% of the gross DDGS sales price for all years. The marketing fee is netted against the DDGS revenues.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

**NOTE C: FORECASTED STATEMENTS OF OPERATIONS ASSUMPTIONS
(CONTINUED)**

WET DISTILLERS GRAIN AND SOLUBLE (WDGS) – Management has assumed that approximately 10% of the distillers' grain will not be dried and marketed locally to livestock producers at 67% moisture. Management has assumed, based on industry standards, that 42 pounds of WDGS per bushel of corn will be produced. It is anticipated that approximately 40,000 tons of WDGS will be marketed locally in year one and increase accordingly in years two through five as the ethanol production increases. The WDGS are forecast to be sold at a gross price of \$32 per ton less \$5 per ton for freight for a net sales price of \$27 per ton.

EXPENSES – Forecasted expenses for the company consists of the cost of feed stocks, chemicals and ingredients for production, denaturant, energy usage, direct and indirect costs, general and administrative costs and interest income.

CORN – The forecast has assumed a total per bushel corn price of \$3.48 in year one based upon management's estimated one year average price paid at the plant. Management has assumed the total cost of corn to include the \$3.48 per bushel price, plus \$0.01 freight per bushel and \$0.08 per bushel procurement and a local basis adjustment of (\$0.25). The forecast utilized the one year average corn prices based on 2009 pricing for year one, the forecast has increased the base corn price annually by 1% for the remainder of the forecast period. The forecast has assumed that all feedstock costs will be paid upon receipt.

CHEMICALS, ENZYMES AND INGREDIENTS – The total cost of chemicals, enzymes and ingredients used in the production of ethanol are based on the number of gallons of anhydrous alcohol produced. The total cost is projected to be \$0.085 per gallon of ethanol produced for years one through year five.

DENATURANT – Denaturant is the additive mixed with the alcohol produced resulting in ethanol. The ratio of denaturant to ethanol ranges from 1.95% to 2.25%. Management has assumed denaturant will be added at a 2% rate. The forecast has assumed a cost per gallon of denaturant is \$2.00 per gallon for all years.

ELECTRICITY – The forecast has assumed the electricity usage is 0.75 kilowatt hours per gallon of ethanol produced. The forecast has assumed the price per kilowatt hour to be \$0.06 for the entire forecast period based upon actual electric usage rates.

**OTTER TAIL AG ENTERPRISE, LLC
THE REORGANIZED COMPANY
SUMMARY OF ASSUMPTIONS
Reorganization and Years Ended One Through Ten**

**NOTE C: FORECASTED STATEMENTS OF OPERATIONS ASSUMPTIONS
(CONTINUED)**

NATURAL GAS – Assuming 100% DDGS are produced, natural gas usage is forecasted to be 33,000 BTU per gallon of ethanol produced. The forecast has assumed the company will sell approximately 10% of the distillers grain production as WDGS reducing the energy usage per gallon to an average of approximately 31,750 BTU's per gallon. Management has assumed the natural gas cost to range from \$3.94 per MMBTU to \$6.16 per MMBTU for years one through five based upon the NYMEX natural gas futures for the respective periods.

DIRECT AND INDIRECT PRODUCTION COSTS – These costs primarily consist of water and water treatment costs, payroll and benefits, corn handling costs and repairs and maintenance. Payroll costs have been estimated at 34 employees at 40 hours per week and 15% overtime for all years, increasing annually by 3%. Benefits have been estimated at 32% of direct payroll costs and include taxes, insurance, and other benefits.

GENERAL AND ADMINISTRATIVE EXPENSES – These expenses consist primarily of forecasted property taxes, insurance, administrative payroll, payroll taxes and benefits, office expenses, and marketing expenses.

INTEREST EXPENSE – The financial forecast includes interest on the term loan, new market tax credit Loan, and capital leases. The term loan has been charged interest at a rate of 6.5% annually. The two portions of the new market tax credit loans included interest on the term portion at a rate of 4.75% and the subordinated portion at 2.51%.

OTHER CALCULATIONS - The return per gallon produced on the statement of operations was calculated by dividing the net income by the number of ethanol gallons produced for the year.

The return per bushel processed was calculated by dividing the net income by the number of bushels of corn processed for the year.

The EBITDA per gallon is calculates the earnings before interest taxes depreciation and amortization divided by the number of gallons produced during the year.

The price per bushel is the average net price per the number of bushels processed for the year. The price per gallon is the average net price per gallons produced during the year.

**OTTERTAIL AG ENTERPRISES, LLC
THE REORGANIZED COMPANY**
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ASSUMPTIONS
Period Ended April 30, 2010 and Years Ending One through Ten

NOTE D: SELECTED FINANCIAL DATA

	<u>Year One</u>	<u>Year Two</u>	<u>Year Three</u>	<u>Year Four</u>	<u>Year Five</u>
NET INCOME (LOSS)	\$ 2,530,173	\$ 1,183,534	\$ 1,067,791	\$ 1,754,363	\$ 1,942,932
EBITDA - EARNINGS BEFORE INTEREST, TAXES, DEPRECIATION AND AMORTIZATION	\$ 9,540,858	\$ 7,964,282	\$ 7,393,084	\$ 7,705,059	\$ 7,497,721
RETURN PER BUSHEL PROCESSED	\$ 0.13	\$ 0.06	\$ 0.05	\$ 0.09	\$ 0.10
RETURN PER GALLON PRODUCED	\$ 0.05	\$ 0.02	\$ 0.02	\$ 0.03	\$ 0.03
CURRENT RATIO	4.46	4.21	4.29	3.28	2.29
WORKING CAPITAL	\$ 12,741,056	\$ 12,427,752	\$ 13,153,909	\$ 12,232,967	\$ 9,231,499
MEMBER EQUITY/TOTAL ASSETS	24%	26%	27%	30%	34%
DEBT SERVICE RATIO	1.89	1.41	1.32	1.38	1.04

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF CASH FLOWS
Year One

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total
OPERATING ACTIVITIES													
Net income (loss)	\$ 234,950	\$ 272,542	\$ 272,542	\$ 159,767	\$ 273,560	\$ 223,881	\$ 242,799	\$ 195,493	\$ 225,331	\$ 209,897	\$ 123,348	\$ 96,063	\$ 2,530,173
Charges to net income (loss) not affecting cash													
Depreciation	309,239	309,239	309,239	309,239	309,239	309,239	309,239	309,239	309,239	309,239	309,239	309,239	3,710,868
Amortization	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	25,000
(increase) decrease in current assets													
Accounts receivable	287,857	(79,700)	-	239,099	(239,099)	79,700	(79,700)	79,700	(79,700)	-	79,700	(79,700)	188,257
Inventories	(606,054)	(118,665)	-	355,996	(355,996)	118,665	(118,665)	118,665	(118,665)	-	118,665	(118,665)	(724,719)
Prepads	800,801	-	-	-	-	-	-	-	-	-	-	-	800,801
Increase (decrease) in current liabilities													
Accounts payable and accrued expenses	(229,802)	10,506	-	(31,517)	31,517	(7,447)	15,103	(7,998)	12,558	3,845	1,183	25,891	(176,181)
Accrued interest	(243,534)	-	-	-	(1,018)	(1,024)	(1,029)	(1,035)	(1,040)	(1,046)	(1,052)	(1,057)	(251,838)
NET CASH PROVIDED BY OPERATING ACTIVITIES	535,640	396,005	583,884	1,034,667	20,286	725,098	389,830	696,148	349,806	524,019	633,147	233,853	8,102,363
INVESTING ACTIVITIES													
Purchases of property and equipment	(500,000)	-	-	-	-	-	-	-	-	-	-	-	(500,000)
FINANCING ACTIVITIES													
Member contributions	-	-	-	-	-	-	-	-	-	-	-	-	(1,012,069)
Net borrowings (payments) on short-term note agreements	(3,480,472)	-	-	-	-	-	-	-	-	-	-	-	(3,480,472)
Principal payments on long-term debt	(2,701)	(2,701)	(2,701)	(190,680)	(191,688)	(192,722)	(183,751)	(184,786)	(185,826)	(196,872)	(197,924)	(188,881)	(1,761,343)
NET CASH USED IN FINANCING ACTIVITIES	(3,483,173)	(2,701)	(2,701)	(190,680)	(191,688)	(192,722)	(183,751)	(184,786)	(185,826)	(196,872)	(197,924)	(1,211,051)	(6,253,884)
NET INCREASE IN CASH	(3,447,533)	393,304	581,163	843,987	(171,411)	532,376	176,079	501,362	153,980	327,147	435,223	(977,198)	(651,521)
CASH - beginning of period	8,597,524	5,149,991	5,543,295	6,124,457	6,968,444	6,797,033	7,329,409	7,505,489	8,006,851	8,160,831	8,487,977	8,923,200	8,597,524
CASH - end of period	\$ 5,149,991	\$ 5,543,295	\$ 6,124,457	\$ 6,968,444	\$ 6,797,033	\$ 7,329,409	\$ 7,505,489	\$ 8,006,851	\$ 8,160,831	\$ 8,487,977	\$ 8,923,200	\$ 7,946,003	\$ 7,946,003

OTTERTAL AG ENTERPRISES, LLC
PROJECTED BALANCE SHEET
Year One

ASSETS	PRIOR YEAR	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve
Cash	\$ 8,597,524	\$ 5,149,989	\$ 5,543,293	\$ 6,124,456	\$ 6,968,443	\$ 6,797,032	\$ 7,329,408	\$ 7,505,487	\$ 8,006,849	\$ 8,160,829	\$ 8,487,976	\$ 8,923,199	\$ 7,948,001
Accounts receivable	2,579,249	2,311,292	2,390,992	2,390,992	2,151,892	2,390,992	2,311,292	2,390,992	2,311,292	2,390,992	2,390,992	2,311,292	2,390,992
Restricted Cash	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000
Debt service reserve	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000
Prepads	1,550,801	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000
Inventories	3,235,241	3,841,295	3,959,960	3,959,960	3,603,064	3,959,960	3,841,295	3,959,960	3,841,295	3,959,960	3,841,295	3,959,960	3,841,295
TOTAL CURRENT ASSETS	17,337,815	13,427,576	14,019,245	14,600,408	14,849,300	15,272,984	15,606,995	15,981,439	16,284,436	16,636,781	16,963,928	17,200,786	16,421,953
PROPERTY AND EQUIPMENT, net of depreciation	52,512,396	52,703,157	52,393,918	52,084,679	51,775,440	51,466,201	51,156,962	50,847,723	50,538,484	50,229,245	49,920,006	49,610,787	49,301,528
OTHER ASSETS													
Contract Equity	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459
Financing Costs, net of amortization	250,000	247,917	245,834	243,750	241,667	239,584	237,500	235,417	233,334	231,250	229,167	227,084	225,000
	400,459	398,376	396,293	394,209	392,126	390,043	387,959	385,876	383,793	381,709	379,626	377,543	375,459
TOTAL ASSETS	\$ 70,250,670	\$ 66,529,110	\$ 66,809,456	\$ 67,079,296	\$ 67,016,866	\$ 67,129,227	\$ 67,151,916	\$ 67,215,038	\$ 67,206,713	\$ 67,247,736	\$ 67,263,560	\$ 67,189,096	\$ 66,098,941
LIABILITIES AND MEMBERS' EQUITY													
CURRENT LIABILITIES													
Accounts payable and accrued expenses	\$ 595,659	\$ 365,857	\$ 376,363	\$ 376,363	\$ 344,845	\$ 376,363	\$ 368,916	\$ 384,019	\$ 376,021	\$ 388,579	\$ 392,425	\$ 393,588	\$ 419,478
Revolving line of credit loan	4,000,000	-	-	-	-	-	-	-	-	-	-	-	-
Accrued interest	519,528	275,985	275,985	275,985	275,985	274,977	273,953	272,924	271,889	270,849	269,802	268,751	267,693
Accrued default interest	-	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528
Current maturities of long-term debt	-	1,958,838	2,157,403	2,357,041	2,369,783	2,382,592	2,395,470	2,408,417	2,421,433	2,434,518	2,447,674	2,460,901	2,474,198
TOTAL CURRENT LIABILITIES	5,115,188	3,120,218	3,329,288	3,528,927	3,510,151	3,553,459	3,557,867	3,584,888	3,588,871	3,613,474	3,629,429	3,642,767	3,680,897
LONG-TERM DEBT													
Term Loan	31,656,137	31,656,137	31,656,137	31,656,137	31,488,159	31,279,162	31,089,142	30,899,092	30,706,008	30,512,883	30,318,712	30,123,490	29,927,210
New market tax credit loan - term loan	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500
New market tax credit loan - subordinated note	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500
Capital leases	104,344	101,643	88,941	96,240	93,539	90,837	88,136	85,435	82,734	80,032	77,331	74,630	71,928
Less current maturities of long-term debt	-	(1,958,838)	(2,157,403)	(2,357,041)	(2,369,783)	(2,382,592)	(2,395,470)	(2,408,417)	(2,421,433)	(2,434,518)	(2,447,674)	(2,460,901)	(2,474,198)
	50,935,481	48,973,941	48,772,676	48,570,336	48,366,915	48,162,408	47,958,808	47,750,111	47,542,309	47,333,397	47,123,386	46,912,219	46,699,940
MEMBERS' EQUITY													
Member equity	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000
Cost of Raising Capital	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)
Distributions	-	-	-	-	-	-	-	-	-	-	-	-	(1,012,068)
Retained earnings (deficit)	-	234,850	507,492	780,034	939,800	1,213,360	1,437,241	1,680,040	1,875,533	2,100,865	2,310,762	2,434,110	2,530,173
	14,200,000	14,434,950	14,707,492	14,880,034	15,139,800	15,413,360	15,637,241	15,880,040	16,075,533	16,300,865	16,510,762	16,634,110	15,718,104
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$ 70,250,669	\$ 66,529,110	\$ 66,809,456	\$ 67,079,296	\$ 67,016,866	\$ 67,129,227	\$ 67,151,916	\$ 67,215,038	\$ 67,206,713	\$ 67,247,736	\$ 67,263,560	\$ 67,189,096	\$ 66,098,941

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF REVENUES AND EXPENSES
Year One

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total
REVENUE													
Ethanol	\$ 6,933,875	\$ 7,172,975	\$ 7,172,975	\$ 6,455,677	\$ 7,172,975	\$ 6,933,875	\$ 7,172,975	\$ 6,933,875	\$ 7,172,975	\$ 7,172,975	\$ 6,933,875	\$ 7,172,975	\$ 84,402,000
Distillers dried grains	1,129,894	1,168,856	1,168,856	1,051,970	1,168,856	1,129,894	1,168,856	1,129,894	1,168,856	1,168,856	1,129,894	1,168,856	13,753,540
TOTAL	8,063,770	8,341,831	8,341,831	7,507,648	8,341,831	8,063,770	8,341,831	8,063,770	8,341,831	8,341,831	8,063,770	8,341,831	98,155,540
COST OF REVENUES													
Com	5,503,810	5,693,597	5,693,597	5,124,237	5,693,597	5,503,810	5,693,597	5,503,810	5,693,597	5,693,597	5,503,810	5,693,597	66,994,652
Chemicals, enzymes and ingredients	377,082	390,085	390,085	351,076	390,085	377,082	390,085	377,082	390,085	390,085	377,082	390,085	4,590,000
Denaturant	173,971	179,970	179,970	161,973	179,970	173,971	179,970	173,971	179,970	179,970	173,971	179,970	2,117,647
Electricity	199,632	206,516	206,516	185,864	206,516	199,632	206,516	199,632	206,516	206,516	199,632	206,516	2,430,000
Natural gas	555,038	574,177	574,177	516,759	574,177	568,149	606,992	598,601	626,534	643,014	673,884	758,958	7,270,461
Direct production costs	195,620	199,638	199,638	187,585	199,638	195,620	199,638	195,620	199,638	195,620	199,638	195,620	2,367,529
Indirect production costs	112,111	112,876	112,876	110,582	112,876	112,111	112,876	112,111	112,876	112,876	112,111	112,876	1,349,159
Depreciation and amortization	311,322	311,322	311,322	311,322	311,322	311,322	311,322	311,322	311,322	311,322	311,322	311,322	3,735,868
	7,428,586	7,668,180	7,668,180	6,949,399	7,668,180	7,441,698	7,700,995	7,472,149	7,720,537	7,737,017	7,547,433	7,652,961	90,855,316
GROSS PROFIT	635,183	673,650	673,650	558,249	673,650	622,072	640,836	591,620	621,293	604,813	516,337	488,869	7,300,224
GENERAL AND ADMINISTRATIVE													
Management labor	26,262	27,137	27,137	24,511	27,137	26,262	27,137	26,262	27,137	27,137	26,262	27,137	319,519
Office supplies	23,393	23,393	23,393	23,393	23,393	23,393	23,393	23,393	23,393	23,393	23,393	23,393	280,714
Professional fees	33,333	33,333	33,333	33,333	33,333	33,333	33,333	33,333	33,333	33,333	33,333	33,333	400,000
Insurance	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	360,000
Taxes	7,083	7,083	7,083	7,083	7,083	7,083	7,083	7,083	7,083	7,083	7,083	7,083	85,000
TOTAL G & A	124,238	125,113	125,113	122,487	125,113	124,238	125,113	124,238	125,113	125,113	124,238	125,113	1,495,233
INTEREST EXPENSE	275,995	275,995	275,995	275,995	274,977	273,953	272,924	271,889	270,849	269,802	268,751	267,693	3,274,818
NET INCOME	\$ 234,950	\$ 272,542	\$ 272,542	\$ 159,767	\$ 273,560	\$ 223,881	\$ 242,799	\$ 195,493	\$ 225,331	\$ 209,897	\$ 123,348	\$ 96,063	\$ 2,530,173
PER GALLON													
PER GALLON	\$ 0.0530	\$ 0.0594	\$ 0.0594	\$ 0.0387	\$ 0.0596	\$ 0.0505	\$ 0.0529	\$ 0.0441	\$ 0.0491	\$ 0.0457	\$ 0.0278	\$ 0.0209	\$ 0.0469
PER BUSHEL (CORN)	\$ 0.1466	\$ 0.1666	\$ 0.1666	\$ 0.1085	\$ 0.1672	\$ 0.1416	\$ 0.1484	\$ 0.1236	\$ 0.1377	\$ 0.1283	\$ 0.0780	\$ 0.0587	\$ 0.1314
Manufacturing labor	120,528	124,546	124,546	112,493	124,546	120,528	124,546	120,528	124,546	124,546	120,528	124,546	1,466,425
Manufacturing supplies	9,800	9,800	9,800	9,800	9,800	9,800	9,800	9,800	9,800	9,800	9,800	9,800	117,600
Manufacturing other	65,292	65,292	65,292	65,292	65,292	65,292	65,292	65,292	65,292	65,292	65,292	65,292	783,504
TOTAL DIRECT PRODUCTION COSTS	195,620	199,638	199,638	187,585	199,638	195,620	199,638	195,620	199,638	195,620	199,638	195,620	2,367,529
Maintenance labor	22,945	23,709	23,709	21,415	23,709	22,945	23,709	22,945	23,709	23,709	22,945	23,709	279,159
Maintenance supplies	39,167	39,167	39,167	39,167	39,167	39,167	39,167	39,167	39,167	39,167	39,167	39,167	470,000
Maintenance other	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	600,000
TOTAL INDIRECT PRODUCTION COST	112,111	112,876	112,876	110,582	112,876	112,111	112,876	112,111	112,876	112,876	112,111	112,876	1,349,159
RETAINED EARNINGS - beginning	\$ -	\$ 234,950	\$ 507,492	\$ 780,034	\$ 939,800	\$ 1,213,360	\$ 1,437,241	\$ 1,680,040	\$ 1,875,533	\$ 2,100,865	\$ 2,310,762	\$ 2,434,110	\$ -
NET INCOME (LOSS)	\$ 234,950	\$ 272,542	\$ 272,542	\$ 159,767	\$ 273,560	\$ 223,881	\$ 242,799	\$ 195,493	\$ 225,331	\$ 209,897	\$ 123,348	\$ 96,063	\$ 2,530,173
DISTRIBUTIONS TO MEMBERS (EST)	-	-	-	-	-	-	-	-	-	-	-	(1,012,069)	(1,012,069)
RETAINED EARNINGS - ending	\$ 234,950	\$ 507,492	\$ 780,034	\$ 939,800	\$ 1,213,360	\$ 1,437,241	\$ 1,680,040	\$ 1,875,533	\$ 2,100,865	\$ 2,310,762	\$ 2,434,110	\$ 1,518,104	\$ 1,518,104

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED BALANCE SHEET
Year Two

ASSETS	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve
Cash	\$ 5,765,037	\$ 5,757,661	\$ 5,969,454	\$ 6,727,302	\$ 6,361,397	\$ 6,778,626	\$ 6,809,730	\$ 7,211,349	\$ 7,229,826	\$ 7,441,201	\$ 7,794,319	\$ 7,252,669
Accounts receivable	2,764,772	2,860,109	2,860,109	2,574,098	2,860,109	2,764,772	2,880,109	2,764,772	2,860,109	2,860,109	2,764,772	2,860,109
Other receivables	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000
Debt service reserve	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000
Prepays	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000
Inventories	3,937,054	4,059,021	4,059,021	3,693,119	4,059,021	3,937,054	4,059,021	3,937,054	4,059,021	4,059,021	3,937,054	4,059,021
TOTAL CURRENT ASSETS	14,591,863	14,801,791	15,013,584	15,119,519	15,405,527	15,605,452	15,853,860	16,038,175	16,273,956	16,485,331	16,621,145	16,296,799
BUILDINGS AND EQUIPMENT, net of depr.	51,002,269	50,703,010	50,403,752	50,104,493	49,805,234	49,505,975	49,206,716	48,907,457	48,608,198	48,308,939	48,009,680	47,710,421
OTHER ASSETS												
Contract Equity	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459
Financing costs, net of amortization	222,917	220,834	218,750	216,667	214,584	212,500	210,417	208,334	206,250	204,167	202,084	200,000
	373,376	371,293	369,209	367,126	365,043	362,959	360,876	358,793	356,709	354,626	352,543	350,459
TOTAL ASSETS	\$ 65,967,508	\$ 65,876,095	\$ 65,786,545	\$ 65,591,138	\$ 65,575,803	\$ 65,474,386	\$ 65,421,452	\$ 65,304,425	\$ 65,238,863	\$ 65,148,896	\$ 64,983,368	\$ 64,357,680
LIABILITIES AND MEMBER'S EQUITY												
CURRENT LIABILITIES												
Accounts payable and accrued expenses	\$ 424,222	\$ 435,448	\$ 431,463	\$ 387,529	\$ 423,456	\$ 412,931	\$ 427,165	\$ 418,550	\$ 429,903	\$ 433,265	\$ 429,449	\$ 452,362
Revolving line of credit loan	-	-	-	-	-	-	-	-	-	-	-	-
Accrued interest	269,707	268,638	267,563	266,483	265,396	264,304	263,206	262,101	260,991	259,875	258,753	257,625
Accrued default interest	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528
Current maturities of long-term debt	2,597,200	2,597,200	2,597,200	2,597,200	2,597,200	2,597,200	2,597,200	2,597,200	2,597,200	2,611,235	2,625,346	2,639,532
TOTAL CURRENT LIABILITIES	3,810,657	3,820,814	3,815,754	3,770,739	3,805,580	3,793,963	3,807,098	3,795,379	3,807,622	3,823,903	3,833,076	3,869,047
LONG-TERM DEBT												
Term Loan	29,729,866	29,531,454	29,331,967	29,131,399	28,929,745	28,726,999	28,523,155	28,318,206	28,112,147	27,904,973	27,696,675	27,487,250
New market tax credit loan - term loan	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500
New market tax credit loan - subordinated note	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500
Capital leases	69,075	66,222	63,369	60,516	57,662	54,809	51,956	49,103	46,250	43,396	40,543	37,690
Less current maturities of long-term debt	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,597,200)	(2,611,235)	(2,625,346)	(2,639,532)
	46,376,741	46,175,476	45,973,136	45,769,715	45,565,208	45,359,608	45,152,911	44,945,109	44,736,197	44,512,134	44,286,873	44,060,408
MEMBERS' EQUITY												
Member equity	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000
Cost of Raising Capital	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)
Distributions	-	-	-	-	-	-	-	-	-	-	-	(473,414)
Retained earnings (deficit)	1,580,110	1,679,804	1,797,656	1,850,684	2,005,015	2,120,815	2,261,443	2,363,936	2,495,044	2,612,859	2,663,419	2,701,638
	15,780,110	15,879,804	15,997,656	16,050,684	16,205,015	16,320,814	16,461,443	16,563,936	16,695,044	16,812,859	16,863,419	16,428,224
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$ 65,967,508	\$ 65,876,095	\$ 65,786,545	\$ 65,591,138	\$ 65,575,803	\$ 65,474,386	\$ 65,421,452	\$ 65,304,425	\$ 65,238,863	\$ 65,148,896	\$ 64,983,368	\$ 64,357,680

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF REVENUES AND EXPENSES
Year Two

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total
REVENUE													
Ethanol	\$ 7,132,903	\$ 7,378,865	\$ 7,378,865	\$ 6,640,979	\$ 7,378,865	\$ 7,132,903	\$ 7,378,865	\$ 7,132,903	\$ 7,378,865	\$ 7,132,903	\$ 7,378,865	\$ 7,378,865	\$ 88,824,650
Distillers dried grains	1,161,413	1,201,462	1,201,462	1,081,316	1,201,462	1,161,413	1,201,462	1,161,413	1,201,462	1,161,413	1,201,462	1,201,462	14,137,200
TOTAL REVENUE	8,294,316	8,580,327	8,580,327	7,722,294	8,580,327	8,294,316	8,580,327	8,294,316	8,580,327	8,580,327	8,294,316	8,580,327	100,961,850
COST OF REVENUES													
Corn	5,661,790	5,857,024	5,857,024	5,271,321	5,857,024	5,661,790	5,857,024	5,661,790	5,857,024	5,661,790	5,857,024	5,857,024	68,917,647
Chemicals, enzymes and ingredients	384,065	397,309	397,309	357,578	397,309	384,065	397,309	384,065	397,309	384,065	397,309	397,309	4,875,000
Denaturant	177,193	183,303	183,303	164,973	183,303	177,193	183,303	177,193	183,303	183,303	177,193	183,303	2,156,863
Electricity	203,329	210,340	210,340	189,306	210,340	203,329	210,340	203,329	210,340	210,340	203,329	210,340	2,475,000
Natural gas	777,113	798,859	781,777	672,584	747,484	728,723	763,358	744,230	775,093	789,501	871,348	9,249,561	
Direct production costs	194,628	198,529	198,529	186,826	198,529	194,628	198,529	194,628	198,529	198,529	194,628	198,529	2,355,038
Indirect production costs	120,600	121,558	121,558	118,683	121,558	120,600	121,558	120,600	121,558	120,600	121,558	121,558	1,451,990
Depreciation and amortization	301,342	301,342	301,342	301,342	301,342	301,342	301,342	301,342	301,342	301,342	301,342	301,342	3,616,107
	7,820,059	8,068,264	8,051,182	7,262,612	8,016,888	7,771,569	8,032,762	7,787,176	8,044,497	8,058,906	7,842,459	8,140,752	94,897,207
GROSS PROFIT	474,258	512,063	529,146	459,682	563,459	522,648	547,565	507,140	535,830	521,421	451,857	439,575	6,064,643
GENERAL AND ADMINISTRATIVE													
Management labor	35,592	38,778	36,778	33,219	36,778	35,592	38,778	35,592	36,778	35,592	38,778	35,592	433,033
Office supplies	24,095	24,095	24,095	24,095	24,095	24,095	24,095	24,095	24,095	24,095	24,095	24,095	289,135
Administration	34,333	34,333	34,333	34,333	34,333	34,333	34,333	34,333	34,333	34,333	34,333	34,333	412,000
Management expenses	4,292	4,292	4,292	4,292	4,292	4,292	4,292	4,292	4,292	4,292	4,292	4,292	51,500
Insurance	30,900	30,900	30,900	30,900	30,900	30,900	30,900	30,900	30,900	30,900	30,900	30,900	370,800
Taxes	13,333	13,333	13,333	13,333	13,333	13,333	13,333	13,333	13,333	13,333	13,333	13,333	160,000
TOTAL G & A	142,545	143,731	143,731	140,172	143,731	142,545	143,731	142,545	143,731	143,731	142,545	143,731	1,716,468
INTEREST EXPENSE	269,707	268,638	267,563	266,483	265,396	264,304	263,206	262,101	260,991	259,875	258,753	257,625	3,184,641
NET INCOME	\$ 62,006	\$ 99,694	\$ 117,852	\$ 53,028	\$ 154,332	\$ 115,799	\$ 140,628	\$ 102,494	\$ 131,108	\$ 117,815	\$ 50,560	\$ 38,219	\$ 1,183,534
PER GALLON	\$ 0.0137	\$ 0.0213	\$ 0.0252	\$ 0.0126	\$ 0.0330	\$ 0.0258	\$ 0.0301	\$ 0.0227	\$ 0.0280	\$ 0.0252	\$ 0.0112	\$ 0.0082	\$ 0.0215
PER BUSHEL	\$ 0.0385	\$ 0.0598	\$ 0.0707	\$ 0.0354	\$ 0.0926	\$ 0.0719	\$ 0.0844	\$ 0.0636	\$ 0.0787	\$ 0.0707	\$ 0.0314	\$ 0.0229	\$ 0.0804
Manufacturing labor	117,026	120,926	120,926	109,224	120,926	117,026	120,926	117,026	120,926	117,026	120,926	120,926	1,423,811
Manufacturing supplies	10,094	10,094	10,094	10,094	10,094	10,094	10,094	10,094	10,094	10,094	10,094	10,094	121,128
Manufacturing other	67,508	67,508	67,508	67,508	67,508	67,508	67,508	67,508	67,508	67,508	67,508	67,508	810,099
TOTAL DIRECT PRODUCTION COSTS	194,628	198,529	198,529	186,826	198,529	194,628	198,529	194,628	198,529	198,529	194,628	198,529	2,355,038
Maintenance labor	28,758	29,717	29,717	26,841	29,717	28,758	29,717	28,758	29,717	29,717	28,758	29,717	349,890
Maintenance supplies	40,342	40,342	40,342	40,342	40,342	40,342	40,342	40,342	40,342	40,342	40,342	40,342	484,100
Maintenance other	51,500	51,500	51,500	51,500	51,500	51,500	51,500	51,500	51,500	51,500	51,500	51,500	618,000
TOTAL INDIRECT PRODUCTION COSTS	120,600	121,558	121,558	118,683	121,558	120,600	121,558	120,600	121,558	120,600	121,558	121,558	1,451,990
RETAINED EARNINGS - beginning	\$ 1,518,104	\$ 1,580,110	\$ 1,679,804	\$ 1,797,656	\$ 1,850,684	\$ 2,005,015	\$ 2,120,815	\$ 2,261,443	\$ 2,363,936	\$ 2,495,044	\$ 2,612,859	\$ 2,663,419	\$ 1,518,104
NET INCOME (LOSS)	62,006	99,694	117,852	53,028	154,332	115,799	140,628	102,494	131,108	117,815	50,560	38,219	1,183,534
DISTRIBUTIONS TO MEMBERS (ESTIMA	-	-	-	-	-	-	-	-	-	-	-	(473,414)	(473,414)
RETAINED EARNINGS - ending	\$ 1,580,110	\$ 1,679,804	\$ 1,797,656	\$ 1,850,684	\$ 2,005,015	\$ 2,120,815	\$ 2,261,443	\$ 2,363,936	\$ 2,495,044	\$ 2,612,859	\$ 2,663,419	\$ 2,228,224	\$ 2,228,224

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF CASH FLOWS
Year Two

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total
OPERATING ACTIVITIES													
Net income (loss)	\$ 62,006	\$ 99,694	\$ 117,852	\$ 53,028	\$ 154,332	\$ 115,799	\$ 140,628	\$ 102,494	\$ 131,108	\$ 117,815	\$ 50,560	\$ 38,219	\$ 1,183,534
Charges to net income (loss) not affecting cash													
Depreciation	299,259	299,259	299,259	299,259	299,259	299,259	299,259	299,259	299,259	299,259	299,259	299,259	3,591,107
Amortization	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	25,000
(Increase) decrease in current assets													
Accounts receivable	(373,781)	(85,337)	-	288,011	(286,011)	95,337	(95,337)	95,337	(95,337)	-	95,337	(95,337)	(489,118)
Inventories	22,907	(121,967)	-	365,902	(365,902)	121,967	(121,967)	121,967	(121,967)	-	121,967	(121,967)	(99,061)
Increase (decrease) in current liabilities													
Accounts payable and accrued expenses	4,744	11,226	(3,886)	(43,934)	35,928	(10,525)	14,233	(10,815)	13,353	3,362	(3,816)	22,913	32,884
Accrued Interest	2,014	(1,069)	(1,075)	(1,081)	(1,086)	(1,092)	(1,098)	(1,104)	(1,110)	(1,116)	(1,122)	(1,128)	(10,069)
NET CASH PROVIDED BY OPERATING ACTIVITIES	19,232	193,889	414,133	981,268	(161,398)	622,829	237,801	809,421	227,388	421,403	584,288	144,042	4,254,279
INVESTING ACTIVITIES													
Purchases of property and equipment	(2,000,000)	-	-	-	-	-	-	-	-	-	-	-	(2,000,000)
FINANCING ACTIVITIES													
Member contributions (distributions)													
Principal payments on long-term debt	(200,197)	(201,265)	(202,340)	(203,421)	(204,507)	(205,599)	(206,698)	(207,802)	(208,912)	(210,028)	(211,150)	(212,279)	(473,414)
NET CASH USED IN FINANCING ACTIVITIES	(200,197)	(201,265)	(202,340)	(203,421)	(204,507)	(205,599)	(206,698)	(207,802)	(208,912)	(210,028)	(211,150)	(212,279)	(473,414)
NET INCREASE IN CASH	(2,180,964)	(7,376)	211,793	757,848	(365,905)	417,229	31,104	401,619	18,476	211,375	353,118	(541,650)	(693,333)
CASH - beginning of period	7,946,001	5,765,037	5,757,661	5,969,454	6,727,302	6,381,397	6,778,626	6,809,730	7,211,348	7,229,826	7,441,201	7,794,318	7,946,001
CASH - end of period	\$ 5,765,037	\$ 5,757,661	\$ 5,969,454	\$ 6,727,302	\$ 6,381,397	\$ 6,778,626	\$ 6,809,730	\$ 7,211,348	\$ 7,229,826	\$ 7,441,201	\$ 7,794,319	\$ 7,252,869	\$ 7,252,869

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED BALANCE SHEET
Year Three

ASSETS	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve
Cash	\$ 6,807,161	\$ 7,455,547	\$ 6,978,285	\$ 7,354,384	\$ 7,360,792	\$ 7,743,010	\$ 7,730,896	\$ 7,916,449	\$ 8,277,752	\$ 8,246,344	\$ 8,572,385	\$ 8,051,009
Accounts receivable	2,887,765	2,598,889	2,887,765	2,791,506	2,887,765	2,791,506	2,887,765	2,887,765	2,791,506	2,887,765	2,791,506	2,887,765
Other receivables	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000	975,000
Debt service reserve	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000	400,000
Prepads	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000	750,000
Inventories	4,092,047	3,722,842	4,092,047	3,968,979	4,092,047	3,968,979	4,092,047	4,092,047	3,968,979	4,092,047	3,968,979	4,092,047
TOTAL CURRENT ASSETS	15,911,974	15,902,378	16,063,097	16,239,869	16,465,604	16,628,495	16,835,708	17,021,261	17,163,237	17,351,156	17,457,871	17,155,822
BUILDINGS AND EQUIPMENT, net of depr.	47,932,111	47,653,800	47,375,489	47,097,178	46,818,867	46,540,557	46,262,246	45,983,935	45,705,624	45,427,313	45,149,003	44,870,692
OTHER ASSETS												
Contract Equity	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459	150,459
Financing Costs, net of amortization	197,917	195,834	193,750	191,667	189,584	187,500	185,417	183,334	181,250	179,167	177,084	175,000
	348,376	346,293	344,209	342,126	340,043	337,959	335,876	333,793	331,709	329,626	327,543	325,459
TOTAL ASSETS	\$ 64,192,460	\$ 63,902,470	\$ 63,802,795	\$ 63,679,173	\$ 63,624,514	\$ 63,507,011	\$ 63,433,830	\$ 63,338,989	\$ 63,200,570	\$ 63,108,096	\$ 62,934,416	\$ 62,351,973
LIABILITIES AND MEMBERS' EQUITY												
CURRENT LIABILITIES												
Accounts payable and accrued expenses	\$ 461,368	\$ 419,690	\$ 452,391	\$ 423,745	\$ 437,453	\$ 426,425	\$ 442,270	\$ 444,038	\$ 430,781	\$ 446,811	\$ 440,665	\$ 462,928
Revolving line of credit loan	-	-	-	-	-	-	-	-	-	-	-	-
Accrued interest	253,101	251,961	250,814	249,661	248,502	247,336	246,165	244,987	243,802	242,611	241,414	240,210
Accrued default interest	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528	519,528
Current maturities of long-term debt	2,652,146	2,663,310	2,674,551	2,685,870	2,697,266	2,708,740	2,720,292	2,731,924	2,743,634	2,755,425	2,767,295	2,778,247
TOTAL CURRENT LIABILITIES	3,886,143	3,854,489	3,897,284	3,878,804	3,902,748	3,902,029	3,926,255	3,940,476	3,937,745	3,964,375	3,968,902	4,001,912
LONG-TERM DEBT												
Term Loan	27,276,690	27,064,990	26,852,143	26,638,143	26,422,984	26,206,659	25,989,163	25,770,489	25,560,630	25,329,580	25,107,333	24,883,882
New market tax credit loan - term loan	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500	14,480,500
New market tax credit loan - subordinated note	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500	4,694,500
Capital leases	34,676	31,663	28,649	25,635	22,622	19,608	16,594	13,581	10,567	7,553	4,540	1,526
Less current maturities of long-term debt	(2,652,146)	(2,663,310)	(2,674,551)	(2,685,870)	(2,697,266)	(2,708,740)	(2,720,292)	(2,731,924)	(2,743,634)	(2,755,425)	(2,767,295)	(2,778,247)
	43,834,221	43,608,342	43,381,241	43,152,909	42,923,340	42,692,528	42,460,465	42,227,146	41,992,563	41,756,709	41,519,577	41,281,161
MEMBERS' EQUITY												
Member equity	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000	14,250,000
Cost of Raising Capital	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)	(50,000)
Distributions	-	-	-	-	-	-	-	-	-	-	-	(427,116)
Retained earnings (deficit)	2,272,096	2,239,839	2,324,270	2,447,461	2,598,426	2,712,454	2,845,109	2,971,367	3,070,263	3,187,012	3,245,937	3,298,015
	16,472,096	16,439,639	16,524,270	16,647,461	16,798,426	16,912,454	17,045,109	17,171,367	17,270,262	17,387,012	17,445,937	17,068,899
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$ 64,192,460	\$ 63,902,470	\$ 63,802,795	\$ 63,679,173	\$ 63,624,514	\$ 63,507,011	\$ 63,433,830	\$ 63,338,989	\$ 63,200,570	\$ 63,108,096	\$ 62,934,416	\$ 62,351,973

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF REVENUES AND EXPENSES
Year Three

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total	
REVENUE														
Ethanol	\$ 7,452,654	\$ 6,707,389	\$ 7,452,654	\$ 7,204,232	\$ 7,452,654	\$ 7,204,232	\$ 7,452,654	\$ 7,204,232	\$ 7,452,654	\$ 7,204,232	\$ 7,452,654	\$ 7,204,232	\$ 87,692,897	
Distillers dried grains	1,210,642	1,089,578	1,210,642	1,170,287	1,210,642	1,170,287	1,210,642	1,170,287	1,210,642	1,170,287	1,210,642	1,170,287	14,245,219	
TOTAL REVENUE	8,663,296	7,796,966	8,663,296	8,374,519	8,663,296	101,938,116								
COST OF REVENUES														
Corn	5,915,594	5,324,035	5,915,594	5,718,408	5,915,594	5,718,408	5,915,594	5,718,408	5,915,594	5,718,408	5,915,594	5,718,408	5,915,594	69,606,824
Chemicals, enzymes and ingredients	397,309	357,578	397,309	384,065	397,309	384,065	397,309	384,065	397,309	384,065	397,309	384,065	397,309	4,675,000
Denaturant	183,303	184,973	183,303	177,193	183,303	177,193	183,303	177,193	183,303	177,193	183,303	177,193	183,303	2,156,883
Electricity	210,340	189,306	210,340	203,329	210,340	203,329	210,340	203,329	210,340	203,329	210,340	203,329	210,340	2,475,000
Natural gas	901,650	802,127	863,178	768,774	799,156	778,281	819,804	827,379	798,928	839,283	839,287	908,335	9,942,143	
Direct production costs	204,485	192,431	204,485	200,467	204,485	200,467	204,485	204,485	200,467	204,485	200,467	204,485	2,425,689	
Indirect production costs	125,205	122,243	125,205	124,218	125,205	124,218	125,205	124,218	125,205	124,218	125,205	124,218	125,205	1,495,550
Depreciation and amortization	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	280,394	3,384,729
	8,218,280	7,433,086	8,179,807	7,854,847	8,115,788	7,886,334	8,138,433	8,144,009	7,885,001	8,155,692	7,927,360	8,224,984	96,141,799	
GROSS PROFIT	445,016	363,880	483,489	519,673	547,510	508,185	526,863	519,287	489,519	507,404	447,159	438,332	5,796,317	
GENERAL AND ADMINISTRATIVE														
Management labor	37,881	34,216	37,881	36,659	37,881	36,659	37,881	37,881	36,659	37,881	36,659	37,881	446,024	
Office supplies	24,817	24,817	24,817	24,817	24,817	24,817	24,817	24,817	24,817	24,817	24,817	24,817	297,809	
Administration	35,363	35,363	35,363	35,363	35,363	35,363	35,363	35,363	35,363	35,363	35,363	35,363	424,360	
Management expenses	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	4,420	53,045	
Insurance	31,827	31,827	31,827	31,827	31,827	31,827	31,827	31,827	31,827	31,827	31,827	31,827	381,924	
Taxes	13,733	13,733	13,733	13,733	13,733	13,733	13,733	13,733	13,733	13,733	13,733	13,733	164,800	
TOTAL G & A	148,043	144,377	148,043	148,821	148,043	148,821	148,043	148,043	148,821	148,043	148,821	148,043	1,767,962	
INTEREST EXPENSE	253,101	251,961	250,814	249,661	248,502	247,336	246,165	244,987	243,802	242,611	241,414	240,210	2,960,584	
NET INCOME	\$ 43,872	\$ (32,458)	\$ 84,632	\$ 123,191	\$ 150,965	\$ 114,028	\$ 132,655	\$ 126,258	\$ 98,895	\$ 116,750	\$ 58,924	\$ 50,079	\$ 1,067,791	
PER GALLON	\$ 0.0094	\$ (0.0077)	\$ 0.0181	\$ 0.0273	\$ 0.0323	\$ 0.0252	\$ 0.0284	\$ 0.0270	\$ 0.0219	\$ 0.0250	\$ 0.0130	\$ 0.0107	\$ 0.0194	
PER BUSHEL	\$ 0.0263	\$ (0.0216)	\$ 0.0508	\$ 0.0765	\$ 0.0906	\$ 0.0708	\$ 0.0796	\$ 0.0758	\$ 0.0614	\$ 0.0701	\$ 0.0366	\$ 0.0301	\$ 0.0545	
Manufacturing labor	124,554	112,501	124,554	120,536	124,554	120,536	124,554	124,554	120,536	124,554	120,536	124,554	1,466,526	
Manufacturing supplies	10,397	10,397	10,397	10,397	10,397	10,397	10,397	10,397	10,397	10,397	10,397	10,397	124,762	
Manufacturing other	69,534	69,534	69,534	69,534	69,534	69,534	69,534	69,534	69,534	69,534	69,534	69,534	834,402	
TOTAL DIRECT PRODUCTION COSTS	204,485	192,431	204,485	200,467	204,485	200,467	204,485	204,485	200,467	204,485	200,467	204,485	2,425,689	
Maintenance labor	30,608	27,846	30,608	29,621	30,608	29,621	30,608	30,608	29,621	30,608	29,621	30,608	360,387	
Maintenance supplies	41,552	41,552	41,552	41,552	41,552	41,552	41,552	41,552	41,552	41,552	41,552	41,552	498,623	
Maintenance other	53,045	53,045	53,045	53,045	53,045	53,045	53,045	53,045	53,045	53,045	53,045	53,045	636,540	
TOTAL INDIRECT PRODUCTION COSTS	125,205	122,243	125,205	124,218	125,205	124,218	125,205	125,205	124,218	125,205	124,218	125,205	1,495,550	
RETAINED EARNINGS - beginning	\$ 2,228,224	\$ 2,272,096	\$ 2,239,639	\$ 2,324,270	\$ 2,447,481	\$ 2,598,426	\$ 2,712,454	\$ 2,845,109	\$ 2,971,367	\$ 3,070,263	\$ 3,187,012	\$ 3,245,937	\$ 2,228,224	
NET INCOME (LOSS)	\$ 43,872	\$ (32,458)	\$ 84,632	\$ 123,191	\$ 150,965	\$ 114,028	\$ 132,655	\$ 126,258	\$ 98,895	\$ 116,750	\$ 58,924	\$ 50,079	\$ 1,067,791	
DISTRIBUTIONS TO MEMBERS (ESTIMATED)	-	-	-	-	-	-	-	-	-	-	-	-	(427,116)	
RETAINED EARNINGS - ending	\$ 2,272,096	\$ 2,239,639	\$ 2,324,270	\$ 2,447,481	\$ 2,598,426	\$ 2,712,454	\$ 2,845,109	\$ 2,971,367	\$ 3,070,263	\$ 3,187,012	\$ 3,245,937	\$ 2,888,899	\$ 2,888,899	

OTTERTAIL AG ENTERPRISES, LLC
PROJECTED STATEMENT OF CASH FLOWS
Year Three

	Month One	Month Two	Month Three	Month Four	Month Five	Month Six	Month Seven	Month Eight	Month Nine	Month Ten	Month Eleven	Month Twelve	Total
OPERATING ACTIVITIES													
Net income (loss)	\$ 43,872	\$ (32,458)	\$ 84,632	\$ 123,191	\$ 150,965	\$ 114,028	\$ 132,655	\$ 126,256	\$ 98,895	\$ 110,750	\$ 58,924	\$ 50,079	\$ 1,067,791
Charges to net income (loss) not affecting cash													
Depreciation	278,311	278,311	278,311	278,311	278,311	278,311	278,311	278,311	278,311	278,311	278,311	278,311	3,339,729
Amortization	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	25,000
(Increase) decrease in current assets													
Accounts receivable	(27,656)	288,777	(288,777)	96,259	(96,259)	96,259	(96,259)	-	96,259	(96,259)	96,259	(96,259)	(27,656)
Inventories	(33,026)	369,205	(369,205)	123,068	(123,068)	123,068	(123,068)	-	123,068	(123,068)	123,068	(123,068)	(33,026)
Increase (decrease) in current liabilities													
Accounts payable and accrued expenses	9,005	(41,678)	32,701	(28,646)	13,708	(11,027)	15,845	1,768	(13,257)	16,030	(6,146)	22,263	10,565
Accrued interest	(4,523)	(1,141)	(1,147)	(1,153)	(1,159)	(1,165)	(1,172)	(1,176)	(1,184)	(1,191)	(1,197)	(1,204)	(17,415)
NET CASH PROVIDED BY OPERATING ACTIVITIES	268,068	883,100	(281,401)	593,113	224,581	601,558	208,396	407,241	584,175	192,656	551,302	132,205	4,384,889
INVESTING ACTIVITIES													
Purchases of property and equipment	(500,000)	-	-	-	-	-	-	-	-	-	-	-	(500,000)
FINANCING ACTIVITIES													
Member contributions (distributions)	-	-	-	-	-	-	-	-	-	-	-	-	(427,116)
Principal payments on long-term debt	(213,573)	(214,714)	(215,861)	(217,014)	(218,173)	(219,338)	(220,510)	(221,688)	(222,873)	(224,063)	(225,261)	(226,465)	(2,639,532)
NET CASH USED IN FINANCING ACTIVITIES	(213,573)	(214,714)	(215,861)	(217,014)	(218,173)	(219,338)	(220,510)	(221,688)	(222,873)	(224,063)	(225,261)	(226,465)	(3,066,648)
NET INCREASE IN CASH	(445,507)	648,386	(477,262)	376,099	6,408	382,218	(12,114)	185,553	361,303	(31,408)	326,041	(521,376)	768,341
CASH - beginning of period	7,252,669	6,807,161	7,455,547	6,978,285	7,354,384	7,360,782	7,743,010	7,730,896	7,916,449	8,277,752	8,246,344	8,572,385	7,252,669
CASH - end of period	\$ 6,807,161	\$ 7,455,547	\$ 6,978,285	\$ 7,354,384	\$ 7,360,792	\$ 7,743,010	\$ 7,730,896	\$ 7,916,449	\$ 8,277,752	\$ 8,246,344	\$ 8,572,385	\$ 8,051,009	\$ 8,051,009

EXHIBIT D: LIQUIDATION ANALYSIS

Liquidation Analysis

	<u>Estimated Value¹</u>
Cash	\$ 9,555,584
Accounts Receivable ²	\$ 2,579,249
Inventory ³	\$ 3,235,241
Prepaid Expenses and Deposits ⁴	\$ 921,953
Plant, Property, and Process Equipment ⁵	<u>\$ 45,000,000</u>
Estimated Gross Liquidation Proceeds Available for Distribution	\$ 61,292,027
Less: Wind Down Costs	
Shutdown Costs ⁶	\$ 625,000
Administrative Expenses ⁷	\$ 86,938
Trustee Fees ⁸	<u>\$1,838,760</u>
Total Liquidation Costs	<u>\$2,550,698</u>
Net Liquidation Proceeds Available for Secured Debt	\$58,741,329
Secured Creditors⁹	
AgStar	\$ 42,402,896
NMF	\$ 19,775,214
Total Secured Claims	\$ 62,178,110
	<u>\$ 58,741,329</u>
Net Liquidation Proceeds Available for Unsecured Creditors	\$ 0.00
Unsecured Creditors:¹⁰	
U.S. Bank	\$20,000,000
Otter Tail County	\$6,010,000
Harris Mechanical	\$254,000
Other Unsecured Creditors	\$100,000
Total General Unsecured Claims	\$26,364,000
TOTAL DIVIDEND	\$ 0.00

Footnotes to Liquidation Analysis

A summary of the assumptions used by Debtor and Debtor's management in preparing the liquidation analysis is set forth below. Debtor reserves the right to update prior to the Confirmation Hearing.

Note 1 – Estimated Value of Assets

The estimated value of assets are based on: (1) most recent financial statements dated April 30, 2010; and (2) the appraisal dated January 20, 2010 by Great Plains Appraisal, Inc.

Note 2 – Accounts Receivable

The amounts depicted on the Liquidation Analysis correspond to the Accounts Receivable Aging dated April 30, 2010. All accounts receivable are current and Debtor has not estimated a discount for any receivable.

Note 3 – Inventory

Debtor's inventory consists primarily of two volatile commodities, ethanol and corn. Thus, the changing prices of these commodities could materially impact the value of Debtor's inventory. Inventory also consists of Distillers grains, and various other inputs including enzymes, and denaturant. The inventory value is based on the April 30, 2010 internal unaudited financial statements.

Note 4 - Prepaid Expenses / Security Deposits

Debtor's security deposit does not include an amount deposited with BP Canada (formerly a letter of credit at Bremer Bank) in an amount at least \$775,000. The asset does not include two interest reserve accounts subject to the security interests of U.S. Bank and Otter Tail County in the respective amounts of \$582,801.96 and \$601,078.33. Other prepaid deposits are related to prepaid costs associated with production. The prepaid expense value is based on the estimated value as of April 30, 2010. All of that portion of the prepaid expenses should be recoverable in exchange for product/service.

Note 5 – Property, Plant & Equipment

The estimated liquidation value for the Plant, Property and Equipment was calculated based on the appraisal performed by Great Plains Appraisal, Inc. While Great Plains Appraisal determined a value based on several methods, there was significant weight given to other recent sales of ethanol plant in work-outs or as Section 363 sales in a bankruptcy proceeding. The standard valuation for ethanol plants are usually measured by sales price over gallons produced in a year. As noted in the appraisal, most sales have been ICM/Fagen plants and that the market has further discounted the value of Delta-T plants, such as Debtor's. Delta-T recently filed for Chapter 7 bankruptcy. A table summarizing the sales is below:

<u>Plant</u>	<u>Type</u>	<u>Production (MGY)</u>	<u>Sales Date</u>	<u>Sales Price (in millions)</u>	<u>% of Sales Price / Gallon</u>
Cambridge, NE	Delta-T	44	December 2009	\$30.1	\$0.6884
Jefferson, WI	Delta-T	110	December 2009	\$72	\$0.655
Bloomingburg, Ohio (2 plants)	ICM	220	February 2009	\$200	\$0.909
Valley County, NE Central City, NE	ICM	141	May 2009	\$123.5	\$0.876
Marion, SD	ICM	110	August 2009	\$100.334	\$0.912
Hankinson, ND	ICM	100	October 2009	\$92	\$0.92
Dyersville, IA	ICM	110	September 2009	\$96	\$0.872
Aurora, SD Charles City, IA Fort Dodge, IA Albert City, IA Hartley, IA Welcome, MN Albion, NE	ICM	780	March 2009	\$477 (with \$75 of working capital)	\$0.61 (0.708 with working capital)
Otter Tail Ag Enterprises, Fergus Falls, MN	Delta-T	55	-	\$45 (appraised value)	\$0.81

Based on these transactions, plus an additional analysis under a cost approach and income approach, Great Plains Appraisal determined that \$45,000,000 was an appropriate value for the Debtor's Plant, Property and Equipment.

Note 6 – Wind-Down Expenses

If the Debtor is not permitted to continue operations leading up to a sale, the Debtor would need to place the plant in a "hot-idle" status, which would require payment of salaries, severance, utilities and other costs. Although the Debtor believes that its Senior Lenders or a Chapter 7 Trustee would permit the continued operation of the Debtor's plant while a sale is pending, Debtor has not separately estimated an expense for plant operations during the wind-down period, except that it will subtract its account payables, as set forth below. The liquidation sale process would incur other expenses in the marketing of the sale and payment of professional fees. The time required to complete a sale would be 90 days at an estimated cost of wind-down expenses, including professional fees, to complete a sale could be approximately \$500,000 - \$750,000 which the Debtor averaged at \$625,000.

Note 7 – Administrative Expenses and Priority Claims

To the extent there are Administrative or Priority Claims, these would take priority over unsecured claims. Administrative and Priority Claims includes a Claim for any cost or expense of administration of the Chapter 11 case allowed under Sections 507(b) or 546(c)(2) of the Bankruptcy Code and entitled to priority under section 507(a)(2) of the Bankruptcy Code, including without limitation: (a) fees payable to the United States Trustee under 28 U.S.C. § 1930; (b) actual, necessary costs and expenses incurred in the ordinary course of the Debtor's business after the Petition date; (c) actual and necessary costs and expenses of preserving the Debtor's Estate or administering the Chapter 11 Case; and (d) all fees and charges assessed against the Estate under Chapter 123 of Title, 28, United States Code. Other Administrative and Priority Claims include Administrative Expense Claims and Priority Non-Tax Claims.

Debtor is not aware of any Priority Claims.

Debtor has estimated its Administrative Expense relying upon its current accounts payable (0-30 days old) as of April 30, 2010, which is \$86,938.

Note 8 – Trustee Fees

Trustee Fees are estimated to equal 3% of the Gross Proceeds available for distribution. If Debtor completed a Chapter 11 Section 363 the Trustee Fees would likely be nominal because there would likely be no property remaining in the Estate for Trustee to administer. The amount representing Trustee Fees in the liquidation analysis in a Chapter 11 Section 363 Sale would likely be paid to NMF in the event of a Section 363 sale, as opposed to a sale through Chapter 7 liquidation.

Note 9 – Secured Creditors

AgStar and NMF are the primary secured creditors. The estimated amounts owed to AgStar and NMF include all principal obligations owing under the applicable credit agreements, all accrued and unpaid interest, and all accrued and unpaid fees and expenses that are chargeable or reimbursable under the credit documents. Estimates for AgStar and NMF's Secured Claim are calculated as of April 30, 2010. For consistency with other asset values provided as of April 30, 2010, the principal payments to AgStar on June 1, 2010, in the amount of \$3,150,000, and \$981,973, are not factored into the liquidation analysis. The secured creditor claims as of April 30, 2010 are as follows:

<u>Lender</u>	<u>Description</u>	<u>Number</u>	<u>Principal</u>
AgStar Financial Services	Construction Loan	1158976000	\$28,806,137
AgStar Financial Services	Seasonal Revolver	1198513200	\$6,000,000
AgStar Financial Services	Term Revolver	1204034900	\$5,346,382
MMCDC New Markets Fund II, LLC	Promissory Note A	520001361	\$14,480,500
MMCDC New Markets Fund II, LLC	Promissory Note B	520001362	\$4,694,500

<u>Lender</u>	<u>Contract Interest</u>	<u>Default Interest</u>	<u>Total</u>
AgStar Financial Services	\$946,478	\$1,053,899	\$2,000,377
MMCDC New Markets Fund II, LLC	\$495,073	\$55,141	\$550,214

Professional fees for AgStar are estimated at \$250,000.00 and for NMF are estimated at \$50,000. Thus the total claim for AgStar is \$42,402,896. The total claim for NMF is \$19,775,214.

Debtor has analyzed an Intercreditor Agreement entered into among AgStar, NMF, the Revenue Bond Indenture Trustee, and Otter Tail County to determine the liquidation payout, in the event that the assets were insufficient to satisfy the claims of all the secured lenders. The distribution scheme to secured creditors if there are insufficient assets are governed by the following principles set forth in the Intercreditor Agreement: (1) AgStar and NMF would share the proceeds of the Plant, Property and Equipment ratably in proportion to the outstanding principal and unpaid interest remains owing to each Senior Lender; (2) AgStar would then receive payment of proceeds attributable to all accounts, inventory, chattel paper, instruments and payment intangibles; and (3) U.S. Bank, as the Revenue Bond Indenture Trustee, and Otter Tail County would receive payment after AgStar and NMF are paid in full, provided that all deposits in favor of the Revenue Bondholder Indenture Trustee and Otter Tail County remaining in Debtor's interest reserve accounts are not subject to these priority principles and are to be received by the Bondholders rather than the Senior Lenders.

U.S. Bank and Otter Tail County would recover the amount of the interest reserve deposit in the respective amounts of \$565,046 and \$604,224. These amounts have not been included in the liquidation analysis but will be returned to U.S. Bank and Otter Tail County.

Note 10 – Unsecured Claims

The category of other unsecured claims includes estimates of general unsecured claims, lender deficiency claims, and rejection damages claims. The Revenue Bond Indenture Trustee and Otter Tail County dispute the Debtor's characterization of the full amount of their Allowed Claim as unsecured.